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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**Current Report
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): April 11, 2006

HANOVER GOLD COMPANY, INC.
(Exact Name of Registrant as Specified in its Charter)

DELAWARE

(State or other jurisdiction of incorporation)

000-23022

(Commission File Number)

11-2740461

(IRS Employer Identification No.)

**601 W. Main Ave., Suite 1017
Spokane, WA**

(Address of principal executive offices)

99201

(Zip Code)

Registrant's telephone number, including area code: **(509) 462-0315**

N/A

(Former Name or Former Address if Changed Since Last Report)

Check the appropriate box below if the Form 8K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17CFR230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 5.02 - ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS

On April 11, 2006, Wayne Schoonmaker resigned as Secretary/Treasurer of Hanover Gold Company, Inc. In addition, on April 19, 2006, James Fish resigned as a director. Letters relating to their resignations are attached hereto as Exhibits 99.1 and 99.2, respectively. There were no disagreements between the Company and the resigning parties.

On May 17, 2006, the Board of Directors endorsed an action accepting the resignation of Neil Degerstrom from his position as director as of that date. In the same action, the Board appointed Paul Fredericks to serve as a director until the next annual meeting of Shareholders.

Paul E. Fredericks: Mr. Fredericks has been appointed a director of Hanover Gold Company, Inc. as of May 17, 2006. Since February 2000, he has also been director of Nova Oil, Inc. (NVAO.OB), and has held positions of Vice President (2000-2002) and President (2002-2006) with Nova Oil. From January 1985 to present, he has owned and operated his own business, Mineral Logic. His company consults for mineral exploration and mining companies throughout the western hemisphere performing GIS development and data compilation to assist with target delineation. From March 1999 to January 1991, he was Senior Geologist and a computer specialist for Western Gold Exploration and Mining Company, located in Missoula Montana. Mr. Fredericks attended Humboldt State University where he received a Bachelor of Science Degree in geology in 1977, and the University of Texas at Austin, where he received a Master's Degree in geology in 1980. Mr. Fredericks resides in Missoula, Montana.

Appointment to Committees of the Board of Directors

Mr. Fredericks has not been appointed to any committee of the board of directors. However he may be appointed to committees of the board of directors in the future, at the option of the board.

Certain Relationships and Related Transactions

There have been no transactions or proposed transactions during the last two years to which Hanover Gold was, or was to be a party, in which Mr. Fredericks had or was to have had a direct or indirect material interest.

ITEM 9.01 - FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

- 99.1 – Resignation letter, Schoonmaker
- 99.2 – Resignation letter, Fish
- 99.3 – Action by Board of Directors

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereto duly authorized.

Date: May 24, 2006

/s/ Terry Dunne

Terry Dunne, President

Wayne Schoonmaker
PO Box 717
Wallace ID 83873

To: Board of Directors, Hanover Gold Company, Inc.

This shall serve as notice of my resignation as Secretary/Treasurer of Hanover Gold Company, Inc. effective the date hereof.

Thank you,

A handwritten signature in black ink, appearing to read "Wayne Schoonmaker", written in a cursive style.

Wayne Schoonmaker

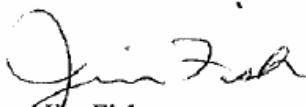
Dated: April 11, 2006

JIM FISH
4923 S WOODFIELD LANE
SPOKANE WA 99223
(509) 928-3333

To: Board of Directors of Hanover Gold Company, Inc.

This shall serve as notice of my resignation as an officer and director of Hanover Gold Company, Inc. effective the date hereof.

Dated: April 19, 2006


Jim Fish

**ACTION BY DIRECTORS
OF HANOVER GOLD COMPANY, INC.
BY WRITTEN CONSENT**

Pursuant to the provisions of the Delaware General Corporation Law Section 141, the undersigned Directors, being all of the Directors of Hanover Gold Company, Inc. (the "Corporation"), hereby unanimously adopt the following resolutions:

RESOLVED: That Paul E. Fredericks is hereby appointed to the board of directors to serve until the next annual meeting of Shareholders.

RESOLVED FURTHER: That the Corporation hereby accepts the resignation of Neal Degerstrom effective immediately upon the execution of this Consent of Directors.

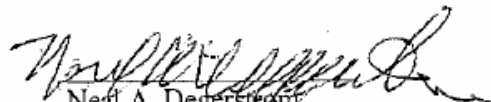
This Written Consent may be executed in one or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same written consent. Execution of this Consent constitutes a waiver of any notice required under the Delaware General Corporation Law or the Articles of Incorporation or Bylaws of this corporation.

IN WITNESS WHEREOF the undersigned Directors of the Corporation have executed this Written Consent and direct that this Written Consent be filed with the minutes of the proceedings of the Corporation's Directors.

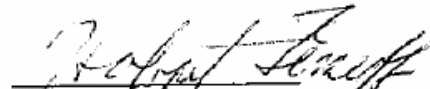
Date of Execution

Director

May 17, 2006


Neal A. Degerstrom

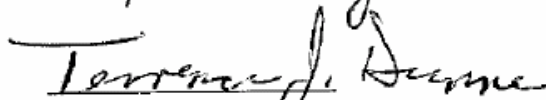
May 17, 2006


Hobart Teneff

May 17, 2006


Daniel McKinney

May 17, 2006


Terrence J. Dunne